

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re
DELPHI CORPORATION, et al.
Debtors.

Chapter 11

**Case No.: 05-44481
(RDD)**

**(Jointly
Administered)**

AFFIDAVIT OF LEGAL ORDINARY COURSE PROFESSIONAL

STATE OF NEW YORK)
COUNTY OF MONROE) ss.:

Alfred M. Hallenbeck, being duly sworn, deposes and says:

1. I am a partner in the firm of Ward Norris Heller & Reidy LLP ("Ward Norris") which firm maintains offices at 300 State Street, Rochester, New York 14614.
2. Neither I, nor any partner, auditor or other member of Ward Norris, insofar as I have been able to ascertain, has any connection with the above-captioned debtors and debtors-in possession (the "Debtors"), their creditors, or any other party-in-interest, or their attorneys, except as set forth in this affidavit.
3. Ward Norris has represented and advised the Debtors in litigation and other matters, primarily involving labor and employment matters of the Debtors' businesses.
4. The Debtors have requested and Ward Norris has agreed, to continue to represent and advise the Debtors pursuant to section 327(e) of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as amended (the "Bankruptcy Code"), with respect to such matters. Additionally, the Debtors have requested, and Ward Norris proposes to render the following services to the Debtors:

(1) Continued representation in the following matters if the automatic stay is lifted:

- a. Kumiega vs. Delphi Automotive Systems, LLC, *et al.*
- b. Polito vs. Delphi Corporation, *et al.*
- c. Wynn, Jr. vs. AC Rochester General Motors Corporation, *et al.*

(2) Representation in new litigation matters that are referred to Ward Norris; and

(3) Counseling on labor relations and employment matters as requested by Debtors.

5. Ward Norris's current fee arrangement is on an hourly basis with hourly rates ranging from \$90.00 to \$200.00. Ward Norris currently bills Debtor monthly on an hourly basis.

6. Except as set forth herein, no promises have been received by Ward Norris or any partner, auditor or other member thereof as to compensation in connection with these Chapter 11 cases other than in accordance with the provisions of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Rules, orders of this Court, and the Fee Guidelines promulgated by the Executive Office of the United States Trustee.

7. Ward Norris has no agreement with any entity to share with such entity any compensation received by Ward Norris.

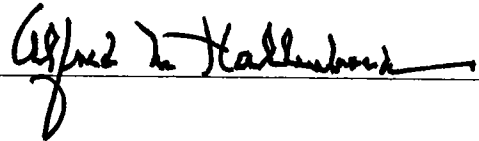
8. Ward Norris and its partners, auditors and other members may have in the past represented, currently represent, and may in the future represent entities that are creditors of the Debtors but only in matters totally unrelated to the Debtors. Ward Norris does not and will not represent any such entity in connection with any matters involving any Debtor and

does not have a relationship with any such entity that would be adverse to the Debtors or their estates.

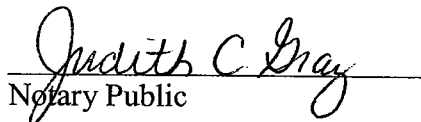
9. Neither I, nor any partner, auditor or other member thereof, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors, or their estates in the matters upon which Ward Norris is to be engaged.

10. The foregoing constitutes the statement of Ward Norris pursuant to sections 329 and 504 of the Bankruptcy Code and Bankruptcy Rules 2014 and 2016(b).

FURTHER AFFIANT SAYETH NOT

A handwritten signature in cursive script, appearing to read "Alfred L. Hallenbeck", is written over a horizontal line.

Subscribed and sworn before me
this 22nd day of December, 2005

A handwritten signature in cursive script, appearing to read "Judith C. Gray", is written over a horizontal line.
Notary Public

JUDITH C. GRAY
Notary Public, State of New York
Montrose County
Commission Expires April 30, 2006

CERTIFICATE OF SERVICE

Judith C. Gray, Administrative Assistant, hereby certifies that on December 22, 2005, she served a copy of the Affidavit of Legal Ordinary Course Professional of Alfred M. Hallenbeck upon the following interested parties via first class mail:

Delphi Corporation
ATTN: General Counsel
5725 Delphi Drive
Troy, MI 48098

Davis Polk & Wardell
ATTN: Marlane Melican
450 Lexington Avenue
New York, NY 10017

Skadden, Arps, Slate, Meagher & Flom
ATTN: John W. Butler, Jr.
333 West Wacker Drive
Suite 2100
Chicago, IL 60606

United States Trustee for the
Southern District of New York
ATTN: Deirdre A. Martini, Esq.
33 Whitehall Street
Suite 2100
New York, NY 10044

Shearman & Sterling, LLP
ATTN: Douglas P. Bartner
599 Lexington Avenue
New York, NY 10022

and hereby certifies that on January 6, 2006, she served a copy of the Affidavit of Legal Ordinary Course Professional of Alfred M. Hallenbeck upon the following interested parties via first class mail:

Latham & Watkins
ATTN: Mark A. Broude, Esq.
885 Third Avenue
New York, NY 10022

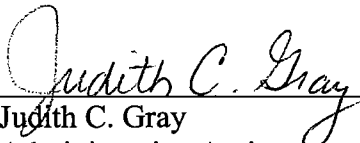
Simpson Thacher & Bartlett LLP
ATTN: Marissa Wesley, Esq.
425 Lexington Avenue
New York, NY 10017

United States Trustee
ATTN: Alicia M. Leonhard, Esq.
33 Whitehall Street
Suite 2100
New York, NY 10044

and hereby certifies that on January 6, 2005 she served a copy of the Affidavit of Legal Ordinary Course Professional of Alfred M. Hallenbeck upon the following interested party by hand delivery:

Alfred M. Hallenbeck, Esq.
Ward Norris Heller & Reidy LLP
300 State Street
Rochester, NY 14614

DATED: January 6, 2006



Judith C. Gray
Administrative Assistant
Ward Norris Heller & Reidy LLP
300 State Street
Rochester, New York 14614

Sworn to before me this

6th day of January, 2006.



Notary Public

DARLA J. HARDMAN
Notary Public in the State of New York
MONROE COUNTY
Commission Expires May 4, 2007